

**EXHIBIT B**

**Madden Declaration**

STROOCK & STROOCK & LAVAN LLP

Kristopher M. Hansen

Kenneth Pasquale

Brett Lawrence

Sayan Bhattacharyya

180 Maiden Lane

New York, NY 10038-4982

Tel: (212) 806-5400

Fax: (212) 806-6006

*Proposed Counsel for the Official Committee  
of Unsecured Creditors*

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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In re	:
CITADEL BROADCASTING CORP., <i>et al.</i> , <sup>1</sup>	:
Debtors.	:
-----x	

: Chapter 11

: Case No. 09-17442 (BRL)

: (Jointly Administered)

**DECLARATION OF JOHN P. MADDEN IN SUPPORT OF APPLICATION  
OF THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR ENTRY OF  
AN ORDER AUTHORIZING EMPLOYMENT AND RETENTION OF CHANIN  
CAPITAL PARTNERS AS FINANCIAL ADVISOR  
NUNC PRO TUNC TO JANUARY 19, 2010**

I, John P. Madden, hereby declare under penalty of perjury:

<sup>1</sup> Other debtor entities jointly administered with Citadel Broadcasting Corporation are the following: Alphabet Acquisition Corp., Atlanta Radio, LLC; Aviation I, LLC; Chicago FM Radio Assets, LLC; Chicago License, LLC; Chicago Radio Assets, LLC; Chicago Radio Holding, LLC; Chicago Radio, LLC; Citadel Broadcasting Company; Citadel Broadcasting Corporation; DC Radio Assets, LLC; DC Radio, LLC; Detroit Radio, LLC; International Radio, Inc; KLIS Radio, LLC; KLOS Syndications Assets, LLC; KLOS-FM Radio Assets, LLC; LA License, LLC; LA Radio, LLC; Minneapolis Radio Assets, LLC; Minneapolis Radio, LLC; Network License, LLC; NY License, LLC; NY Radio Assets, LLC; NY Radio, LLC; Oklahoma Radio Partners, LLC; Radio Assets, LLC; Radio License Holding I, LLC; Radio License Holding II, LLC; Radio License Holding III, LLC; Radio License Holding IV, LLC; Radio License Holding V, LLC; Radio License Holding VI, LLC; Radio License Holding VII, LLC; Radio License Holding VIII, LLC; Radio License Holding IX, LLC; Radio License Holding X, LLC; Radio License Holding XI, LLC; Radio License Holding XII, LLC; Radio Networks, LLC; Radio Today Entertainment, Inc., Radio Watermark, Inc.; San Francisco Radio Assets, LLC; San Francisco Radio, LLC; SF License, LLC; WBAP-KSCS Acquisition Partner, LLC; WBAP-KSCS Assets, LLC; WBAP-KSCS Radio Acquisition, LLC; WBAP-KSCS Radio Group, Ltd.; and WPLJ Radio, LLC. (collectively, the "**Debtors**").

1. I am a Director at Chanin Capital Partners L.L.C. (“CCP”), a professional services firm engaged in the business of providing financial advisory and related professional investment banking services, the corporate parent of which is Duff & Phelps, LLC (“D&P”), and with offices located at 55 East 52nd Street, New York, New York, 10055. I am duly authorized to make this Declaration on behalf of CCP. Unless otherwise stated in this Declaration (the “Declaration”), I have personal knowledge of the facts set forth herein and, if called as a witness, I could and would testify thereto.

2. I submit this Declaration in support of the application (“Application”)<sup>2</sup> of the Official Committee of Unsecured Creditors (the “Committee”) of the above-captioned debtor and debtors in possession (the “Debtors”) seeking entry of an order authorizing the Committee to employ and retain CCP as financial advisor to the Committee, *nunc pro tunc* to January 19, 2010 under sections 328(a) and 1103(a) of title 11 of the United States Code, 11 U.S.C. §§ 101 *et seq.* (as amended and supplemented, the “Bankruptcy Code”), Bankruptcy Rules 2014 and 2016 and Local Bankruptcy Rule 2014-1.

3. The Committee has selected CCP as its financial advisor because of the firm’s diverse experience and extensive knowledge in corporate restructurings and business reorganizations.

4. The Committee believes that CCP is well qualified and uniquely able to provide financial advisory services to it in these cases in an efficient manner. Moreover, CCP has advised debtors and creditors’ committees in numerous restructuring transactions, including

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<sup>2</sup> Capitalized terms not otherwise defined herein shall have the meanings ascribed to such terms in the Application.

some of the largest and most complicated cases. Some of CCP's more prominent recent creditor committee representations were in the following chapter 11 cases:

Allied Holdings  
Cable & Wireless USA, Inc.  
Champion Enterprises, Inc.  
Collins & Aikman Corporation  
Dura Automotive Systems, Inc.  
Global Power Equipment Group, Inc.  
Hayes Lemmerz International  
Immunicon Corporation  
ION Media Networks  
Philadelphia Newspapers  
Visteon Corporation  
Washington Group International

5. The Committee needs assistance in collecting and analyzing financial and other information in relation to these Chapter 11 cases. On January 19, 2010, the Committee formally engaged CCP. CCP has considerable experience with rendering such services to committees and other parties in numerous Chapter 11 cases and, as such, the firm is qualified to perform the work required in these cases.

6. CCP has agreed to provide financial advisory services to the Committee pursuant to the engagement letter between the Committee and CCP dated as of January 19, 2010 (the "Engagement Letter"), a copy of which attached as Exhibit A to the Application. The services that CCP will render to the Committee in these Chapter 11 Cases shall include the following:

- a. Review and analyze the Debtors' operations, financial condition, cash flows, business plan, strategy, and operating forecasts;
- b. Assist in the determination of an appropriate post-emergence capital structure for the Debtors;

- c. Determine a theoretical range of values for the Debtors on a going concern basis;
- d. Review the Plan Support Agreement and assist the Committee in developing, evaluating, structuring and negotiating the terms and conditions of a restructuring or Plan of Reorganization (the “Plan”), including the value of the securities, if any, that may be issued to the Committee under any such restructuring or Plan;
- e. Assist the Committee in monitoring any sales process and evaluating bids to purchase the Company;
- f. Analyze any merger, divestiture, joint-venture, or investment transaction;
- g. Assist the Committee in analyzing any new debt and/or equity capital (including advice on the nature and terms of new securities);
- h. Evaluate the Debtors’ debt capacity;
- i. If requested by the legal counsel to the Committee, prepare an expert report with respect to the valuation of the Debtors and provide expert testimony relating to such report as well as other financial matters arising in connection with the bankruptcy; and
- j. Provide the Committee with other appropriate general restructuring advice and litigation support.

7. The terms and conditions of the Engagement Letter were negotiated between the Committee and CCP, and reflect the parties’ mutual agreement as to the substantial efforts that will be required in this engagement.

8. As is customary in similar engagements, CCP will be entitled to receive, as compensation for its services, a flat monthly rate of \$175,000 and a cash restructuring transaction fee of \$500,000. In addition, the Engagement Letter provides for payment to CCP of a financing fee (if applicable) of 2.00% of any capital directly raised by CCP.

9. It is CCP's policy to bill monthly in arrears for the reimbursement of all of its reasonable out-of-pocket expenses incurred in connection with CCP's obligations under the Engagement Letter. These expenses include but are not limited to travel costs, lodging, meals, research, telephone and facsimile, courier, overnight mail and copy expenses, and the fees and disbursements of CCP's attorneys.

10. CCP intends to apply to the Court for payment of compensation and reimbursement of expenses in accordance with applicable provisions of the Bankruptcy Code, the Bankruptcy Rules, the Local Bankruptcy Rules (including any order adopting any guidelines promulgated by the Office of the United States Trustee), the Engagement Letter and any additional procedures that may be established by the Court in these Chapter 11 Cases.

11. CCP is a "disinterested person" as that term is defined in section 101(14) of the Bankruptcy Code because CCP, its members and employees:

- (i) are not creditors, equity security holders or insiders of the Debtors;
- (ii) are not and were not, within 2 years before the Petition Date, directors, officers, or employees of the Debtors; and
- (iii) do not have an interest materially adverse to the interest of the Debtors' estates or of any class of creditors or equity security holders, by reason of any direct or indirect relationship to, connection with, or interest in the Debtors or for any other reason.

12. Moreover, to the best of my knowledge, information and belief formed after reasonable inquiry, CCP, its members and employees have no interests that are materially adverse to the Debtors' estates or the creditors in these Chapter 11 Cases.

13. To determine CCP's relationship with the parties-in-interest identified by the Committee to CCP, in preparing this Declaration, I caused the names of the parties set forth in Exhibit B-1 and Exhibit B-2, attached hereto, to be submitted to CCP's internal conflicts procedures. To the best of my knowledge, information and belief, neither I nor any other member or employee of CCP has any connection with or holds any interest adverse to the Debtors, its estate, creditors, shareholders, or any other party in interest herein or their respective attorneys in the matters for which CCP is proposed to be retained, except that CCP has provided other advisory services, and may in the future provide such services, to certain of the Debtors' creditors or other parties-in-interest unrelated to the Debtors' Chapter 11 Cases. As set forth in Exhibit B-3, which is attached hereto, CCP has certain relationships with certain Potential Parties-In-Interest in this Chapter 11 Case, but such relationships are unrelated to either the Debtors or their Chapter 11 Cases.

14. CCP personnel and their family members may have business associations with certain of the Debtors' creditors or other parties-in-interest herein, or interests adverse to such creditors, shareholders or parties-in-interest, which associations are wholly unrelated to these Chapter 11 Cases. In addition, in the ordinary course of its business, CCP may engage counsel or other professionals in unrelated matters who now represent, or who may in the future represent, creditors, or other interested parties in these Chapter 11 Cases.

15. Additionally, CCP has represented, and may currently represent, entities which hold or may in the future hold certain of the Debtors' debt in beneficial accounts on behalf of unidentified parties. In addition, because distressed debt is actively traded in the commercial markets, CCP may be unaware of the actual holder of such debt at any given moment. CCP has

been engaged by numerous entities in unrelated matters that may buy and/or sell distressed debt of chapter 11 debtors, including entities listed on Exhibit B-3.

16. Contained in Exhibit B-3 is a list of entities having current or recent relationships with D&P, with which CCP has established an ethical wall in these cases (i.e., no sharing of information, personnel and facilities).

17. None of the engagements or relationships mentioned above are related to these Chapter 11 Cases. CCP does not hold or represent an adverse interest in connection with the Debtors or these Chapter 11 Cases.

18. Because the Debtors are a large enterprise with numerous creditors and other relationships, I am unable to state with certainty that every client relationship or other connection has been disclosed. In this regard, if I discover additional information that requires disclosure, I will supplement the information contained in this Declaration.

19. To the best of my knowledge, CCP has not been retained to assist any entity or person other than the Committee on matters relating to, or in connection with, these Chapter 11 Cases. If this Court approves the proposed employment of CCP by the Committee, then CCP will not accept any engagement or perform any service in this case for any entity or person other than the Committee. CCP may, however, continue to provide professional services to, and engage in commercial or professional relationships with, entities or persons that may be creditors of the Debtors in these Chapter 11 Cases; provided, however, that such services do not and will not relate to, or have any direct connection with, these Chapter 11 Cases.

20. I am not related or connected to and, to the best of my knowledge, no other member or employee of CCP is related or connected to any United States Bankruptcy Judge or District Judge for the Southern District of New York or the United States Trustee for the Southern District of New York or to any employee in the offices thereof.

21. No promises have been received by CCP nor any member or employee thereof as to payment or compensation in connection with this case other than in accordance with the provisions of the Bankruptcy Code. Neither CCP nor any of its members and employees has entered into an agreement or understanding to share compensation as described in Bankruptcy Rule 2016.

I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge.

Dated: New York, New York  
February 12, 2010



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John P. Madden

## **EXHIBIT B-1**

### **Names of Potential Parties-in-Interest Received from the Debtors<sup>1</sup>**

#### **Current and Recent Former Entities Affiliated with the Debtors**

222 JV Clear Channel	NY Radio Assets LLC
2L Corp.	NY Radio LLC
Alphabet Acquisition Corp.	Oklahoma Radio Partners LLC
Atlanta Radio LLC	Radio Assets LLC
Aviation I LLC	Radio Disney Network
CG Meridian Entertainment	Radio License Holding I LLC
CG Meridian LLC	Radio License Holding II LLC
Chicago FM Radio Assets LLC	Radio License Holding III LLC
Chicago License LLC	Radio License Holding IV LLC
Chicago Radio Assets LLC	Radio License Holding IX LLC
Chicago Radio Holding LLC	Radio License Holding V LLC
Chicago Radio LLC	Radio License Holding VI LLC
Citadel Broadcasting Co.	Radio License Holding VII LLC
Citadel Broadcasting Corp.	Radio License Holding VIII LLC
DC Radio Assets LLC	Radio License Holding X LLC
DC Radio LLC	Radio License Holding XI LLC
Deer Point Tower Venture LLC	Radio License Holding XII LLC
Detroit Radio LLC	Radio Networks LLC
iBiquity Digital Corp.	Radio Today Entertainment Inc.
Innovative Radio Solutions LLC	Radio Watermark Inc.
International Radio Inc.	REACH Media Inc.
KBAP-KSCS Radio Group Ltd.	San Francisco Radio Assets LLC
KLOS Radio LLC	San Francisco Radio LLC
KLOS Syndications Assets LLC	SF License LLC
KLOS-FM Radio Assets LLC	Shoreview FM Group
LA License LLC	Wasatch Radio LLC
LA Radio LLC	WBAP-KSCS Acquisition Partner LLC
Last Bastion Trust LLC,	WBAP-KSCS Assets LLC
The Minneapolis Radio Assets LLC	WBAP-KSCS Radio Acquisition LLC
Minneapolis Radio LLC	WBAP-KSCS Radio Group Ltd.
Nashville Tower Network Licenses LLC	White Cloud Aviation LLC
NY License LLC	WPLJ Radio LLC

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<sup>1</sup> This list (and the categories contained herein) are for purposes of a conflict check only and should not be relied upon by any party as a list of creditors or for any other purpose.

Current and Recent Former Directors and Officers

Brown, Katherine  
Checketts, David W.  
Ellis, Judith A.  
Forstmann, J. Anthony  
Forstmann, Theodore J.  
Freedline, Robert G.  
Holmes, Gordon A.  
Horbach, Sandra J.  
Miles, Michael A.  
Orr, Jacquelyn J.  
Regan, Michael J.  
Reifenheiser, Thomas V.  
Rose, Charles P., Jr.  
Siegel, Herbert J.  
Smith, Wayne T.  
Stratford, Patricia  
Suleman, Farid  
Taylor, Randy L.

Greater than 5% Equity Holders

Forstmann Little & Co.  
R<sup>2</sup> Investments, LDC

Holders of Bonds and Beneficiaries of Letters of Credit

260-261 Madison Avenue LLC  
Ace American Insurance Co.  
Alabama Power Co.  
BAL Corporate Aviation LLC  
Bank of America Leasing & Capital  
Entergy Arkansas Inc.  
Michigan, State of  
New York, State of  
United States Fire Insurance Co.  
Utah, State of

Indenture Trustees

HSBC Corporate Trust & Loan Agency  
Wilmington Trust FSB

## Lease Counterparties

B&H Investments  
CitiCorp Vendor Finance Inc.  
De Lage Landen Financial Services  
Documation  
Gulf Coast Office Products  
Tuscaloosa Toyota

## Lenders

40/86 Advisors Inc.	Ares III Ivr CLO Ltd.
505 CLO I Ltd.	Ares IX CLO Ltd.
Acas CLO 2007-1 Ltd.	Ares Management LP
AIG Annuity Insurance Co.	Ares VII CLO Ltd.
AIG Bank Loan Fund Ltd.	Ares VIII CLO Ltd.
AIG Global Investment Corp.	Ares Vir CLO Ltd.
AIG Saturn CLO Ltd.	Ares Vr CLO Ltd.
AIG-Sunamerica Senior Floating Rate Fund Inc.	Ares XI CLO Ltd.
Aim Floating Rate Fund	Ares XII CLO Ltd.
Aimco CLO Series 2005-A	Armstrong Loan Funding Ltd.
Aimco CLO Series 2006-A	Artus Loan Fund 2007-I Ltd.
Airlie CLO 2006-I Ltd.	Atlantis Funding Ltd.
Airlie Opportunity Capital Management LP	Atrium V
Aladdin Capital Management LLC	Avalon Capital Ltd. 3
Aladdin Flexible Investment Fund SPC Series 2007-1	Avery Point CLO Ltd.
Allstate Investment Management Co.	Avery Street CLO Ltd.
Allstate Life Insurance Co.	Babson Capital Management LLC
Alzette European CLO	Babson CLO Ltd. 2004 I
American Capital Ltd.	Babson CLO Ltd. 2004-11
American International Group Inc.	Babson CLO Ltd. 2005-I
American Money Management Corp.	Babson CLO Ltd. 200541
Americrest Bank	Babson CLO Ltd. 2005-111
Ameriprise Certificate Co.	Babson CLO Ltd. 2006-1
Ammc CLO III Ltd.	Babson CLO Ltd. 200641
Ammc CLO IV Ltd.	Babson CLO Ltd. 2007-I
Ammc CLO VI Ltd.	Babson CLO Ltd. 2008-I
Ammc VII Ltd.	Babson Credit Strategies CLO Ltd.
Ammc VIII Ltd.	Baltic Funding LLC
Apidos Capital Management LLC	Bank of America NA
Apidos CDO II	Bank of New York Mellon Corp., The
Apidos CDO III	Bankers Leasing Co.
Apidos CDO IV	BDCM Fund Adviser LLC
Apidos CDO V	Belhurst CLO Ltd.
	Black Diamond CLO 2005-1 Ltd.
	Black Diamond CLO 2006-1 Cayman Ltd.

Apidos Cinco CDO  
Apidos Quattro CDO  
Ares Enhanced Ln Inv III Ltd.  
Ares Enhanced Loan Investment Strategy Ir  
Ltd.  
Callidus Debt Partners CLO Fund VII Ltd.  
Calyon  
Calyon, New York Branch  
Canaras Capital Management LLC  
Canaras Summit CLO Ltd.  
Canyon Capital Advisors LLC  
Canyon Capital CLO 2004-1 Ltd.  
Canyon Capital CLO 2006-1 Ltd.  
Canyon Capital CLO 2007-1 Ltd.  
Capitalsource Bank  
Castle Hill III CLO Ltd.  
Castle Hill II-Ingots Ltd.  
Castle Hill I-Ingots Ltd.  
Caywood-Scholl Cap Management LLC  
Celets CLO 2007-1 Ltd.  
Cent CDO 10 Ltd.  
Cent CDO 15 Ltd.  
Cent CDO XI Ltd.  
Centaurus Loan Trust  
Centurion CDO 8 Ltd.  
Centurion CDO 9 Ltd.  
Centurion CDO VI Ltd.  
Centurion CDO VII Ltd.  
Champlain CLO Ltd.  
Chatham Light II CLO Ltd.  
Chelsea Park CLO Ltd.  
Churchill Pacific Asset Management LLC  
CIFC Funding 2007-III  
Cit Asset Management LLC  
Cit Group/Equipment Financing Inc.  
CIT Technology Financing Services Inc.  
Citigroup Alternative Investments LLC  
Clydesdale CLO 2003 Ltd.  
Clydesdale CLO 2004 Ltd.  
Clydesdale CLO 2005 Ltd.  
Clydesdale CLO 2006 Ltd.  
Clydesdale CLO 2007-1 Ltd.  
Clydesdale Strategic CLO I Ltd.  
CM Life Insurance Co.  
Coa Caerus CLO Ltd.

Blackstone Debt Advisors LP  
Blue Shield of California  
Boston Harbor CLO 2004-1 Ltd.  
Callidus Capital Management LLC  
Callidus Debt Partners CLO Fund VI Ltd.  
Columbusnova CLO Ltd. 2006-11  
Columbusnova CLO Ltd. 2007-1  
Commercial Industrial Finance Corp.  
Confluent 2 Ltd.  
Contrarian Capital Management LLC  
Contrarian Funds LLC  
Coppermark Bank  
Cornerstone CLO Ltd.  
Credit Agricole SA  
Credit Industriel et Commercial  
Credit Lyonnais, New York Branch  
Credit Suisse Asset Management  
Credit Suisse Group AG  
Credit Suisse, Cayman Islands Branch  
Csam Funding III  
Csam Funding IV  
Cypresstree Investment Management Co. Inc.  
DC Funding Partners LLC  
Del Mar CLO I Ltd.  
Dell Financial Services LP  
Denali Capital CLO V Ltd.  
Denali Capital CLO VI Ltd.  
Denali Capital CLO VII Ltd.  
Deutsche Bank AG  
Deutsche Bank AG, Cayman Islands Branch  
Deutsche Bank Trust Co. Americas  
DiMaio Ahmad Capital LLC  
Diversified Credit Portfolio Ltd.  
Documation Inc.  
Dryden VIII-Leveraged Loan CDO 2005  
Dryden XI-Leveraged Loan CDO 2006  
Dryden XVI-Leveraged Loan CDO 206  
Dryden XXI Leveraged Loan CDO LLC  
Duane Street CLO 1 Ltd.  
Duane Street CLO II Ltd.  
Duane Street CLO III Ltd.  
Duane Street CLO IV Ltd.  
Duane Street CLO V Ltd.  
Eagle Creek CLO Ltd.  
Eaton Vance CDO IX Ltd.

Cole Brook CBNA Loan Funding LLC  
Columbia Partners LLC  
Columbus Nova Credit Investments Management LLC  
Columbusnova CLO IV Ltd. 2007 II  
Columbusnova CLO Ltd. 2006-1  
Callidus Debt Partners CLO Fund VII Ltd.  
Calyon  
Calyon, New York Branch  
Canaras Capital Management LLC  
Canaras Summit CLO Ltd.  
Canyon Capital Advisors LLC  
Canyon Capital CLO 2004-1 Ltd.  
Canyon Capital CLO 2006-1 Ltd.  
Canyon Capital CLO 2007-1 Ltd.  
Capitalsource Bank  
Castle Hill III CLO Ltd.  
Castle Hill II-Ingots Ltd.  
Castle Hill I-Ingots Ltd.  
Caywood-Scholl Cap Management LLC  
Celets CLO 2007-1 Ltd.  
Cent CDO 10 Ltd.  
Cent CDO 15 Ltd.  
Cent CDO XI Ltd.  
Centaurus Loan Trust  
Centurion CDO 8 Ltd.  
Centurion CDO 9 Ltd.  
Centurion CDO VI Ltd.  
Centurion CDO VII Ltd.  
Champlain CLO Ltd.  
Chatham Light II CLO Ltd.  
Chelsea Park CLO Ltd.  
Churchill Pacific Asset Management LLC  
CIFC Funding 2007-111  
Cit Asset Management LLC  
Cit Group/Equipment Financing Inc.  
CIT Technology Financing Services Inc.  
Citigroup Alternative Investments LLC  
Clydesdale CLO 2003 Ltd.  
Clydesdale CLO 2004 Ltd.  
Clydesdale CLO 2005 Ltd.  
Clydesdale CLO 2006 Ltd.  
Clydesdale CLO 2007-1 Ltd.  
Clydesdale Strategic CLO I Ltd.  
CM Life Insurance Co.

Eaton Vance CDO VIII Ltd.  
Eaton Vance Floating Rate Income Trust  
Eaton Vance Grayson & Co.  
Eaton Vance Institutional Senior Loan Fund  
Eaton Vance Loan Opportunities Fund Ltd.  
Columbusnova CLO Ltd. 2006-11  
Columbusnova CLO Ltd. 2007-1  
Commercial Industrial Finance Corp.  
Confluent 2 Ltd.  
Contrarian Capital Management LLC  
Contrarian Funds LLC  
Coppermark Bank  
Cornerstone CLO Ltd.  
Credit Agricole SA  
Credit Industriel et Commercial  
Credit Lyonnais, New York Branch  
Credit Suisse Asset Management  
Credit Suisse Group AG  
Credit Suisse, Cayman Islands Branch  
Csam Funding III  
Csam Funding IV  
CypressTree Investment Management Co. Inc.  
DC Funding Partners LLC  
Del Mar CLO I Ltd.  
Dell Financial Services LP  
Denali Capital CLO V Ltd.  
Denali Capital CLO VI Ltd.  
Denali Capital CLO VII Ltd.  
Deutsche Bank AG  
Deutsche Bank AG, Cayman Islands Branch  
Deutsche Bank Trust Co. Americas  
DiMaio Ahmad Capital LLC  
Diversified Credit Portfolio Ltd.  
Documation Inc.  
Dryden VIII-Leveraged Loan CDO 2005  
Dryden XI-Leveraged Loan CDO 2006  
Dryden XVI-Leveraged Loan CDO 206  
Dryden XXI Leveraged Loan CDO LIc  
Duane Street CLO 1 Ltd.  
Duane Street CLO II Ltd.  
Duane Street CLO III Ltd.  
Duane Street CLO IV Ltd.  
Duane Street CLO V Ltd.  
Eagle Creek CLO Ltd.  
Eaton Vance CDO IX Ltd.

Coa Caerus CLO Ltd.  
Cole Brook CBNA Loan Funding LLC  
Columbia Partners LLC  
Columbus Nova Credit Investments Management LLC  
Columbusnova CLO IV Ltd. 2007 II  
Columbusnova CLO Ltd. 2006-1  
Eaton Vance Management  
Eaton Vance Medallion Floating Rate Income Portfolio  
Eaton Vance Senior Debt Portfolio  
Eaton Vance Senior Floating Rate Trust  
Eaton Vance Variable Trust Floating Rate Income Fund  
Emerson Place CLO Ltd.  
Essex Park CDO Ltd.  
Fall Creek CLO Ltd.  
Feingold O'Keeffe Capital LLC  
Fidelity Advisor Series I-Advisor Floating Rate High Income Fund  
Fidelity Investments  
Finova Capital Corp.  
First Trust Four Corners Senior Floatingrate Income Fund II  
First Trust/Four Corners Senior Floatingrate Income Fund  
Firstlight Financial Corp.  
Firstlight Funding I Ltd.  
Four Corners Capital Management LLC  
Four Corners CLO 2005-I Ltd.  
Four Corners CLO II Ltd.  
Foxe Basin CLO 2003 Ltd.  
Franklin Advisers Inc.  
Franklin CLO V Ltd.  
Franklin CLO VI Ltd.  
Franklin Floating Rate Daily Access Fund  
Franklin Floating Rate Master Series  
Franklin Total Return Fund  
Fraser Sullivan Investment Management LLC  
Galaxy CLO 2003-1 Ltd.  
Galaxy IV CLO Ltd.  
Galaxy V CLO Ltd.  
Galaxy VI CLO Ltd.  
Galaxy VII CLO Ltd.

Eaton Vance CDO VIII Ltd.  
Eaton Vance Floating Rate Income Trust  
Eaton Vance Grayson & Co.  
Eaton Vance Institutional Senior Loan Fund  
Eaton Vance Loan Opportunities Fund Ltd.  
Goldman Sachs Group Inc., The  
Goldman Sachs-Abs Loans 2007 Ltd.  
Golub Capital Funding Clo-8 Ltd.  
Golub Capital Management CLO 2007-1 Ltd.  
Golub Capital Management LLC  
Grand Central Asset Trust Cameron I Series  
Grand Central Asset Trust Pfv Series  
Granite Ventures I Ltd.  
Granite Ventures II Ltd.  
Granite Ventures III Ltd.  
Grant Grove CLO Ltd.  
Great American Insurance Co.  
Great American Life Insurance Co.  
Green Island CBNA Loan Funding LLC  
Greyhound Financial Corp.  
Greyrock CDO Ltd.  
GSC Group Inc.  
GSC Partners CDO Fund V Ltd.  
GSC Partners CDO Fund VI Ltd.  
GSC Partners CDO Fund VIII Ltd.  
GSC Partners Gemini Fund Ltd.  
GSO Capital Partners LP  
Hamlet II Ltd.  
Harbourview CLO 2006-1  
Hartford Floating Rate Fund, The  
Hartford Investment Management Co.  
Hewett S Island CLO VII Ltd.  
Hillmark Capital Management LP  
Hudson Canyon Funding II Subsidiary Holding Co. II LLC  
Illinois Department of Revenue  
Imagenet Capital DFW Ltd.  
ING Capital LLC  
ING Corporate Opportunities Segregated Portfolio  
ING Gis Distressed Fund Spc  
ING International II -Senior Bank Loaneuro  
ING Investment Management CLO I Ltd.  
ING Investment Management CLO III Ltd.  
ING Investment Management CLO Iv Ltd.

Galaxy VIII CLO Ltd.  
Galaxy X CLO Ltd.  
Gannett Peak CLO I Ltd.  
GE Business Financial Service  
General Electric Capital Corp.  
Genesis CLO 2007-1 Ltd.  
Goldman Sachs Asset Management LP  
Goldman Sachs Credit Partners LP  
ING Senior Income Fund  
Invesco Institutional NA Inc.  
Inwood Park CDO Ltd.  
Jefferies Capital Management Inc.  
Jersey Street CLO Ltd.  
JP Morgan Chase Bank NA  
JP Morgan Investment Management Inc.  
JP Morgan Whitefriars Inc.  
JPMCB-Secondary Loan And Distressed  
    Credit Trading  
JPMIM-Louisiana State Employees  
    Retirement System  
JPMorgan Bank  
JPMorgan Chase Bank NA  
Katonah 2007-I CLO Ltd.  
Katonah Debt Advisors LLC  
Katonah III Ltd.  
Katonah IV Ltd.  
Katonah V Ltd.  
Katonah VII Ltd.  
Katonah VIII CLO Ltd.  
Katonah X CLO Ltd.  
Kingsland Capital Management LLC  
Kingsland I Ltd.  
Kingsland II Ltd.  
Kingsland III Ltd.  
Kingsland IV Ltd.  
Kingsland V Ltd.  
KKR Financial CLO 2007-1 Ltd.  
KKR Financial Corp.  
Landmark III CDO Ltd.  
Landmark IV CDO Ltd.  
Landmark IX CDO Ltd.  
Landmark V CDO Ltd.  
Landmark VI CDO Ltd.  
Landmark VII CDO Ltd.  
Latitude CLO I

ING Investment Management CLO V Ltd.  
ING Investment Management LLC  
ING Investments LLC  
ING Prime Rate Trust  
Legg Mason Partners Corporate Loan Fund  
    Inc.  
Lehman Brothers Asset Management LLC  
Les Schwab Tire Centers of California Inc.  
Lightpoint CLO III Ltd.  
Lightpoint CLO VIII Ltd.  
Limerock CLO I  
Loan Funding IX LLC  
Loan Funding VI LLC  
Loan Funding XI LLC  
Loyalis Schade NV  
Lufkin Advisors LLC  
Lyon Capital Management  
Madison Park Funding II Ltd.  
Madison Park Funding V Ltd.  
Maplewood Cayman Ltd.  
Marlborough Street CLO Ltd.  
Massachusetts Financial Services Co.  
Massachusetts Mutual Life Insurance Co.  
McDonnell Investment Management LLC  
McDonnell-Illinois State Board of  
    Investment  
Merrill Lynch & Co. Inc.  
Merrill Lynch Capital Corp.  
Merrill Lynch Credit Products LLC  
MidFirst Bank  
Mizuho Corporate Bank Ltd.  
MJX Asset Management LLC  
MJX Venture IV CDO Ltd.  
Monument Park CDO Ltd.  
Moselle CLO SA  
Mt Wilson CLO II Ltd.  
Mt Wilson CLO Ltd.  
Muir Grove CLO Ltd.  
Nacm CLO Ii  
Nash Point CLO  
Nautique Funding Ltd.  
Navigare Funding III CLO Ltd.  
Navigare Partners LLC  
Ncm Fsim 2008-1 LLC  
New York Life Investment Management

Latitude CLO II Ltd.	Nicholas-Applegate Capital Management LLC
Latitude CLO III Ltd.	Nomura Bond & Loan Fund
Lcm I LP	Nomura Corporate Research & Assset
Lcm II LP	Putnam 96I-Variable Trust Diversified
Lcm III Ltd.	Income Fund
Lcm IV Ltd.	Putnam Advisory Co. LLC
Lcm V Ltd.	Putnam Diversified Income Trust Cayman
Lcm VI Ltd.	Master Fund
Management Inc.	Putnam Investment Management LLC
Nomura-Ncram Loan Trust	R2 Top Hat Ltd.
Norinchukin Bank, The	Race Point II CLO
Norinchukin Bank-New York	Race Point III CLO
Normura-Ncram Senior Loan Trust 2005	Race Point IV CLO Ltd.
Ntcc Multi-Advisor Funds-High Yield	Regatta Funding Ltd.
Fund-Stone Harbor Investment Partners LP	Riverside Park CLO Ltd.
Nuveen Multi-Strategy Income And Growth	Riversource 106 Bond Series Inc.-Floating
Fund	Rate Fund
Nuveen Multi-Strategy Income and Growth	Riversource Cent CDO 12 Ltd.
Fund 2	Riversource Cent CDO 14 Ltd.
Nuveen Senior Income Fund	Riversource Investments LLC
Ocean Trails CLO I	Riversource Strategic Income Allocation
Octagon Credit Investors LLC	Fund
Octagon Investment Partners Vii Ltd. Series	Rosedale CLO Ltd.
2004-7x Class B21	Royal Bank of Scotland Plc
Octagon Investment Partners VIII Ltd.	Royal Bank of Scotland Plc, New York
Olympic CLO I Ltd.	Branch
Oppenheimer Master Loan Fund LLC	Sagamore CLO Ltd.
Oppenheimer Senior Floating Rate Fund	San Francisco City & County Employees
OppenheimerFunds Inc.	Retirement System
Ore Hill Partners LLC	San Gabriel CLO I Ltd.
Pacific Investment Management Co.	Sandler Capital Management
Pacific Life Insurance Co.	Sandler Capital Structure Opportunities
Pangaea Asset Management LLC	Master Fund Ltd.
Par IV Capital Management LLC	Sankaty Credit Opportunities IV LP
Petrusse European CLO SA	Sankaty Credit Opportunities Offshore
Potential CLO I Ltd.	Master IV LP
Primus Asset Management Inc.	Sankaty High Yield Partners II LP
Primus CLO I Ltd.	Sankaty High Yield Partners III LP
Primus CLO II Ltd.	Sankaty-Future Fund Board of Guardians
Princeton Advisory Group Inc.	Sankaty-Future Fund Board of Guardians
Prospect Park CDO Ltd.	Sapphire Valley CDO I Ltd.
Prudential Investment Management Inc.	Saratoga CLO I Ltd.
Putah8-Interpolis Pensioenen Global High	Sargas CLO I Ltd.
Yield Pool	Scepter Holdings Inc.
Putnam 14-High Yield Trust	

Putnam 29x-Funds Trust Floating Rate Income Fund  
Putnam 60-High Yield Advantage Fund  
Putnam 67-Putnam Variable Trust-Putnam Vt High Yield Fund  
Putnam 73-Premier Income Trust  
Putnam 74-Master Intermediate Income Trust  
Putnam 75-Diversified Income Trust  
Shasta CLO I Ltd.  
Shenkman Capital Management Inc.  
Shenkman-Cuna Mutual Insurance Society  
Sierra CLO II Ltd.  
Silverado CLO 2006-I Ltd.  
Silverado CLO 2006-II Ltd.  
Sovereign Bank  
SSS Funding II LLC  
Stanfield Capital Partners LLC  
Stanfield Vantage CLO Ltd.  
Stanfield Veyron CLO Ltd.  
Stone Harbor High Yield Bond Fund  
Stone Harbor Investment Funds-High Yieldbond Fund  
Stone Harbor Investment Partners LP  
Stone Harbor Investment Partners-Hugheson Ltd.  
Stone Harbor Leveraged Loan Portfolio  
Stone Harbor Libor Plus Total Return Fund  
Stone Harbor-Commonwealth of Pennsylvania State Employees Retirement  
Stone Harbor-Libra Global Ltd.  
Stone Harbor-Municipal Employees Retirement System of Michigan  
Stone Harbor-National Elevator Industry Pension Plan  
Stone Harbor-San Joaquin County Emp Ret Assoc  
Stone Harbor-Sterling Core Plus Bond Fund  
Stone Harbor-Ubs Uk Pension and Life Assurance Scheme  
Stone Harbor-Wallace H Coulter Foundation  
Stone Tower CDO II Ltd.  
Stone Tower CDO Ltd. Bsc Migr  
Stone Tower CLO III Ltd.  
Stone Tower CLO IV Ltd.  
Scotia Capital Inc.  
Scotiabank Ireland Ltd.  
Sf-3 Segregated Portfolio  
Sfr Ltd.  
Symphony CLO III Ltd.  
Symphony CLO IV Ltd.  
Symphony CLO V Ltd.  
Symphony CLO VI Ltd.  
Tall Tree Investment Management LLC  
Temp11520-Fts II F Franklin Floating Rate II Fund  
Tralee CDO I Ltd.  
Tribeca Park CLO Ltd.  
Trimaran Advisors LLC  
Trimaran CLO IV Ltd.  
Trimaran CLO V Ltd.  
Trimaran CLO VI Ltd.  
Trimaran CLO VII Ltd.  
TRS Babson I LLC  
Union Square CDO Ltd.  
Van Kampen Asset Management  
Van Kampen Senior Income Trust  
Van Kampen Senior Loan Fund  
Veer Cash Flow CLO Ltd.  
Venture II CDO 2002 Ltd.  
Venture III CDO Ltd.  
Venture IX CDO Ltd.  
Venture V CDO Ltd.  
Venture VI CDO Ltd.  
Venture VII CDO Ltd.  
Venture VIII CDO Ltd.  
Victoria Court CBNA Loan Funding LLC  
Vinacasa CLO Ltd.  
Vista Leveraged Income Fund  
Wachovia Bank NA  
Wamco 2357-Legg Mason Partners Capital and Income Fund  
Wamco 3073-John Hancock Trust Floating Rate Income Trust  
Wamco 3074-John Hancock Fund II- Floating Rate Income Fund  
Wamco 984-Western Asset Funds Inc. Core Plus Bond Portfolio  
Wamco Ltd. A/C 2592  
Wamco Western Asset Floating Rate High

Stone Tower CLO V Ltd.	Income Fund LLC
Stone Tower CLO VI Ltd.	Wasatch CLO Ltd.
Stone Tower CLO VII Ltd.	Wells and Co. Master Pension Trust
Stone Tower Debt Advisors LLC	Wells Capital Management Inc.
Stoney Lane Funding I Ltd.	Wells Capital Management-12222133
Sumitomo Mitsui Banking Corp.	Wells Capital Management-16959700
Sumitomo Mitsui Banking Corp., New York	Wells Capital Management-16959701
Summit Lake CLO Ltd.	Wells-13702900
SunTrust Bank	West Gate Horizons Advisors LLC
Symphony Asset Management LLC	Whitehorse III Ltd.
Symphony CLO I Ltd.	Whitehorse IV Ltd.
Western Asset Management Co.	Whitehorse V Ltd.
WestLB AG, New York Branch	Whitney CLO I Ltd.
WG Horizons CLO I	Wind River CLO I Ltd.
Whitehorse Capital Partners LP	Wind River CLO II-Tate Investors Ltd.
Whitehorse II Ltd.	Xerox Corp.
	Yorkville CBNA Loan Funding LLC

### Litigation Parties

ABC News	Hilton, Heather
Acacia Media Technologies Inc.	Hogg, Ian
Aldav LLC	In-Hand Productions Inc.
American Broadcasting Cos. Inc.	Kevorkian, Tracy
Banks, Doug	Kourkounis, Kiley
Beneficial Mortgage Co. of Connecticut	Marshall, Robin
Bergson Tire Co. Inc.	McClinton, Valerie
Burkes, Jeanette	McKoy, J. Michael
Bowe, Aleca	MRS Cleaning Co.
Brown, Ewing	NABET
Brown, Jeanne	National Association of Broadcast Employees and Technicians
Capstar Radio Operating Co.	New York State Attorney General
Chase Bank USA NA	New York State Department of Labor
Church, Terri	NYSE Regulation Inc.
Clear Channel	Plinke, Terry
Clear Channel	Prentiss, Kimberly
Clear Channel	Robinson, James
CloudTrigger	Rodrigues, Anthony
Club "W" Inc.	Rucker, James
Colorofchange.org	Ryan, Marty G.
Comerford, William M.	Salesforce.com Inc.
Cook, Linda	Stanley Steemer International Inc.
Crowley, Bob	Thomas, Tracy
DePetrillo, Thomas	

Dolan, John Mitchell	Turner, George M.
Douglas, Calvin	US Department of Labor, Office of Federal
FDB Family Trust	Contract Compliance
Galeyan, Mary	Visser, Donovan
Gigliotti, Richard	Walt Disney Co., The
Gomes, Bonnie	Yaegle, Lisa
Hamstra, Carol	Zevetchin, Davide G.
Haskew Co., The	Zevetchin, Kimberly J.
Haskew, Jerre	

#### Professionals

Alvarez & Marsal North America, LLC  
Anthony Ostlund Baer & Louwagie PA  
Cohen Weiss and Simon LLP  
Credit Suisse Securities (USA) LLC  
Deloitte & Touche LLP  
Epiq Bankruptcy Solutions, LLC  
FTI Consulting Inc.  
Hogan & Hartson LLP  
Hughes Hubbard & Reed LLP  
Kilpatrick & Associates, PC  
Kirkland & Ellis LLP  
Lazard Frères & Co.  
Linebarger Goggan Blair & Sampson, LLP  
Loeb & Loeb LLP  
Menter, Rudin & Trivelpiece, PC  
Pepper Hamilton LLP  
Ropes & Gray LLP  
Simpson Thacher & Bartlett MNP LLP  
Stroock & Stroock & Lavan LLP  
Waller Lansden Dortch & Davis, LLP

#### Significant Contract Counterparties

12 Stops Inc.	KSL Mountain Top
260-261 Madison Avenue	Kurt, Alexander
ABC Inc.	Lakepointe West LLC
ABC News	Learfield Communications Inc.
AFTRA National Code	Liberty Square Inc.
American Tower Corp.	LKBOC LLC-11-08 JP Morgan Chase
Apex Broadcasting Inc.	Me and Marconi Inc.
Arbitron Inc.	Mericle Properties
Baisden Enterprises	NABET
Baisden, Michael	Network Staff Newspersons (AFTRA)

BAL Corporate Aviation LLC	Oak Ridge FM Inc.
Barnard Co. Inc.	One City Center
Beckmann, Frank	Pacific Office Automation Inc.
Big Boy	Port of San Francisco, Commercial Property Manager
Brooks, Kix	Premiere Radio Networks Inc.
Brzezinski, Mika	Price Development
Buffalo Bills Inc.	R&R Investor Ltd.
C Student Entertainment	Reach Media
Crimson Tide Sports Marketing	REIT Management & Research LLC
CSM Investors Inc.	Richard RB Ellis
Cuzco LLC	Richland Towers Inc.
Disney CORE Services	RK Lowe Revocable Trust
District of Columbia Joint Tower Venture	Scarborough, Job
Emmis Communications Corp.	SES Americom Inc.
Empire State Building Co. LLC	Smith, Paul W.
Forgotten Town LLC	Tennessee Titans
Fourth & Roma Properties Trust	TMP Tiffany Square
Gilbert, Edward F.	Triple Net Properties LLC
Gilbert, Mary Lou	Triple Net-Campau Building Co.
Hanco Ltd.	Ultimate Software Group Inc., The
Host Communications	Vornado Two Penn Plaza LLC
Interstate North Office Park	WABC Staff Announcers (AFTRA)
1SP-International Sports Properties Inc.	WABC Staff Newspersons (AFTRA)
Jack Diamond Enterprises	West Coast Regional Code
Jenifer Street LP	Wicks Broadcast Solutions LLC
KABC Announcers and Freelance (AFTRA)	WJZW Announcers (AFTRA)
KABC/KLOS office clerical (STDU)	WLS Television Inc.
KGO Staff Announcers and Newspersons (AFTRA)	WLS/WZZN Announcers and Newspersons (AFTRA)
KGO Television Inc.	WMAL and WRQX Announcers and Newspersons (AFTRA)
KLOS Staff Announcers and Freelance (AFTRA)	WPLJ FM Talent Agreement
KSFO Staff Announcers and Freelance (AFTRA)	YSS LLC

#### Significant Customers

AT&T Inc.  
 Brinker International  
 Charter Communications  
 Chevron Corp.  
 Chris Christie for NJ Governor  
 Comcast Cable  
 Comcast Corp.  
 Cox Communications

David Stanley Dodge  
Dunkin Donuts  
Edelman, Ric  
Incentrev Inc.  
Joseph A. Bank  
JP Morgan Chase  
Kroger Co., The  
Marketing Architects  
McDonald's Corp.  
Meijer Inc.  
Michelin Tires  
Michigan State Lottery  
Mutual Fund Store  
Mutual Fund Store  
National City Corp.  
Pepsi Cola  
Sandia Resort & Casino  
Shane Co.  
Sit 'N Sleep Inc.  
Six Flags Inc.  
Sleepy's  
So Cal Toyota  
Soaring Eagle Casino  
Sprint PCS  
Subway  
Tennessee Lottery  
Time Warner Cable, Inc.  
TI Partnership  
Verizon Wireless

### Significant Vendors

AFTRA Health & Retirement Fund  
Alabama Power Co.  
American Broadcasting Co.  
American Express  
American Express Purchase  
American Express T&E  
American Tower Corp.  
Ando Media LLC  
Aon Risk Services Inc. of Florida  
Arbitron Inc.  
ASCAP  
Associated Press, The  
AT&T  
Baisden Enterprises Inc.

Fourth & Roma Properties Trust  
Franchise Tax Board  
FTI Consulting Inc.  
GAC  
Girgner Inc.  
Hannity, Sean  
Hicks Sports Group LLC  
Host Communications Inc.  
ICBC Corp.  
Img Communications Inc.  
Internal Revenue Service  
Interstate North Office Park LP  
Jack Diamond Enterprises Inc.  
Jenifer Street LP

Barnard & Co.	Katz Media Corp.
BMI Radio	KGO TV Inc.
Broadcast Music Inc.	Leventhal Senter & Lerman PLLC
Broadridge	Levin, Mark
Brookhollow II LP	Limelight Networks Inc.
Buffalo Bills Inc.	Los Angeles Dodgers LLC
C Student Entertainment	Marketron Broadcast Solutions LLC
Cananwill Inc.	Mediaspan FMW Inc.
CB Richard Ellis/Carmody LLC	Mellon Investor Services LLC
CBS Radio Corp.	Metlife Inc.
CBS Radio Inc.	Michigan Department of Treasury
CBS/Infinity	Michigan, State Of
Cglic Bloomfield Easc	Millennium Radio Group
Chisholm Trail Broadcasting	Minnesota Revenue
City Center West	Montgomery County (MD)
Csm Investors Inc.	National Grid PLC
Cumulus Broadcasting LLC	New Mexico Taxation and Revenue
Dell Marketing LP	Department
Deloitte & Touche LLP	Nielsen Broadcast Data Systems
Dewey & Leboeuf LLP	Oak Ridge FM Inc.
DMR	Office Depot
Empire State Building Co.	Penguardia Productions Inc.
Entertainment Communications Network Inc.	Premiere Radio Networks
Entravision Communications Corp.	Quest Business Solutions
ESPN Inc.	Qwest
Federal Communications Commission	Reach Media Inc.
FK South LLC	SES Americom
Forgotten Town LLC	Sesac Inc.
Spanish Broadcasting System	Soundexchange Inc.
Symetra Life Insurance Co.	Vomado 2 Penn Plaza
Tennessee Titans	Wenken Inc.
Verizon	WGN Continental Broadcasting Co.
Verizon Business	WLS-TV Inc.
VII 444 Madison Lessee LLC	YSS LLC

#### Sureties, Insurers and Obligees

ACE American Insurance Co.  
Axis Insurance Co.  
Beazley Insurance Co. Inc.  
Continental Casualty Co.  
Federal Insurance Co.  
Great American Insurance Co. of New York

Illinois National Insurance Co.  
Insurance Group of the State of Pennsylvania, The  
Lexington Insurance Co.  
National Union Fire Insurance Co.  
St. Paul Fire Marine Insurance Co.  
Travelers Insurance Co. Ltd.  
Tudor Insurance Co.  
XL Insurance Co. Ltd.

### Taxing Authorities

Ada County Assessor (ID)	Charleston County Treasurer (SC)
Ada County Treasurer (ID)	Chattanooga, City of
Alabama Department of Revenue	Chelsea, Town of (ME)
Alabama, State of	Chicago City Clerk
Albuquerque, City of	Chicago Department of Revenue, City of
Ames, John R., as Dallas County Tax	Chicago, City of (IL)
Assessor (TX)	Childs, David as Dallas County Tax
Arizona Department of Economic Security	Assessor Collector (TX)
Arizona Department of Revenue	Cleveland County Treasurer (OK)
Arizona Secretary of State	Cobb County Tax Commissioner (GA)
Arkansas Employment Security Department	Cochrane, Peyton C., as Tuscaloosa County
Arkansas, State of	Tax Collector (AL)
Arlington, City of (TX)	Colorado Department of Revenue
Augusta, City of (ME)	Colorado Department of Treasury
Baker, City of (LA)	Colorado Springs, City of (CO)
Barrington, Town of (NH)	Connecticut, State of
Baton Rouge, City of	Cook County Department of Revenue (IL)
Berks Earned Income Tax Bureau	Cranston, City of (RI)
Bernalillo County Treasurer (NM)	Cumberland Valley School District (PA)
Bethlehem, City of (PA)	Dakota County PT&R (MN)
Birmingham, City of (AL)	Dekalb County Tax Commissioner (GA)
Boise County Tax Collector (ID)	Delaware Secretary of State
Boise Utility Billing, City of (ID)	Delhi Charter Township (MI)
Broome County Clerks Office (NY)	Desoto County Tax Collector (MS)
Brown, Jeff, as Tuscaloosa County MV	Detroit Treasurer, City of (MI)
License Commissioner (AL)	DeWitt, Town of (NY)
Buena Vista Township Treasurer (MI)	Dover, City of (NH)
Buffalo, City of (NY)	Dunn, Grover, as Jefferson County Assistant
Burton, City of (MI)	Tax Collector (AL)
Cairns, Robert C., as South Middleton	East Providence, City of (RI)
Township Tax Collector (PA)	El Paso County Clerk/Recorder (CO)
California Corporate Services	El Paso County Treasurer (CO)
California DMV Renewal	Eliot, Town of (ME)

California Employment Development Department  
California Franchise Tax Board  
California State Board of Equalization  
Cambridge, City of (MN)  
Cannon Township (MI)  
Capital Tax Collection Bureau  
Cayce, City of (SC)  
Cedar Creek Township (MI)  
Charleston County (SC)  
Grand Rapids, City of (MI)  
Greater Merced Chamber of Commerce  
Greene Township Tax Collector (PA)  
Groton, Town of (CT)  
Hale County, Tax Collector of (AL)  
Hall County Tax Commissioner (GA)  
Hamilton County Clerk (TN)  
Hamilton County Trustee (TN)  
Henry County REMC (IN)  
Henry County Treasurer (IN)  
Homewood, City of (AL)  
Howard County Treasurer (IN)  
Hulsey, Travis A., as Jefferson County Director of Revenue (AL)  
Idaho Secretary of State  
Idaho State Tax Commission  
Illinois Department of Employment Security  
Illinois Department of Revenue  
Illinois Secretary of State  
Indiana Bureau of Motor Vehicles  
Indiana Department of Revenue  
Indiana Worker Training Fund  
Indiana, State of  
Internal Revenue Service  
Iowa Department of Revenue  
Iowa State Treasurer  
Isanti County Treasurer (MN)  
Jefferson County Department of Revenue (AL)  
Jefferson County Tax Collector (AR)  
Johnston, Town of (RI)  
Kingfisher County Treasurer (OK)  
Knox County Clerk (TN)  
Knoxville, City of (TN)  
Kochville, Township of (MI)  
Kokomo Wastewater Utility, City of (IN)  
Ephrata Area School District (PA)  
Erie County Tax (NY)  
Fairhaven, Town of (MA)  
Flint, Charter Township of (MI)  
Florida Department of Revenue  
Fruitland Township (MI)  
Georgia Department of Labor  
Georgia Department of Revenue  
Georgia Office of Secretary of State  
Gilford Township Treasurer (MI)  
Lexington Treasurer, County of (SC)  
Little Rock, City of (AR)  
Livingston Parish Tax Collector (LA)  
Lodi, Borough of (NJ)  
Long, Nelson H., as Berks County Treasurer (PA)  
Lonoke County Tax Collector (AR)  
Los Angeles County Tax Collector  
Los Angeles, County of (CA)  
Loudon County Trustee (TN)  
Louisiana Department of Revenue  
Louisiana Secretary of State  
Louisiana, State of  
Luba, Mildred, as Hanover Township Tax Collector (PA)  
Maine State Treasurer  
Maine, State of  
Manheim Township Commissioners (PA)  
Manheim Township School District (PA)  
Mansfield, City of (TX)  
Mariposa County Tax Collector (CA)  
Mars Hill, Town of (ME)  
Maryland Department of Assessment & Taxation  
Massachusetts Department of Revenue  
Massachusetts Registry of Motor Vehicles  
Mattila, Paul, as Shelby County Trustee (TN)  
Memphis, City of (TN)  
Michigan Collection Division, State of  
Michigan Department of State  
Michigan Department of Treasury  
Michigan, State of  
Miller, George L., Trustee  
Minnesota Unemployment Insurance  
Modesto, City of (CA)

Kokomo, City of (IN)  
Lafayette Economic Development Authority  
(LA)  
Lafayette Parish School Board  
Lafayette Parish Tax Collector  
Lancaster County Tax Collection Bureau  
(PA)  
Lancaster County Treasurer (PA)  
Lansing, City of (MI)  
Lehigh, County of (PA)  
New Jersey State Treasurer  
New London, City of (CT)  
New Mexico Lottery Authority  
New Mexico Motor Vehicle Division  
New Mexico Office of The Secretary of  
State  
New Mexico Taxation & Revenue  
Department  
New Mexico, State of  
New Orleans Parks & Parkways, City of  
New Orleans, City of  
New York Commissioner of Finance  
New York Commissioner of Motor Vehicles  
New York Department of State  
New York State Assessment Receivables  
New York State Comptroller  
New York State Corporation Tax  
New York State Department of Labor  
New York State Department of Motor  
Vehicles  
New York State Department of State  
New York State Department of Taxation &  
Finance  
New York State Sales Tax  
New York State Unemployment Insurance  
New York, State of  
Newton Real Estate & Property Tax Service  
Norman, City of (OK)  
North Kingstown, Town of (RI)  
North Little Rock, City of (AR)  
Northport, City of (AL)  
Oakland Business Tax (CA)  
Oklahoma City, City of (OK)  
Oklahoma County Treasurer (OK)  
Oklahoma Employment Security  
Montgomery County (MD)  
Montville, Town of (CT)  
Mount Forest Township Treasurer (MI)  
Mount Joy Township Authority (PA)  
Muskegon Heights, City of (MI)  
Nevada Department of Taxation  
Nevada Secretary of State  
Nevada, State of  
New Hampshire State Treasurer  
New Hampshire, State of  
Pompey, Town of (NY)  
Portland, City of (ME)  
Portsmouth, Town of (RI)  
Presque Isle, City of (ME)  
Pulaski County Treasurer (AR)  
Randall, Lorraine, as Madison County Tax  
Collector (NY)  
Raymond, Town of (ME)  
Reading, City of (PA)  
Reno, City of (NV)  
Rhode Island & Providence Plantations, State of  
Rhode Island Department of Labor & Training  
Rhode Island Division of Taxation, State of  
Rhode Island General Treasurer  
Rhode Island Secretary of State  
Saint Landry Parish Sheriff  
Saint Martin Parish Sheriff's Office  
Saline County Collector (AR)  
Salisbury Township (PA)  
Salt Lake County Assessor  
Salt Lake County Treasurer  
San Francisco Sheriff Civil Section  
San Francisco Tax Collector  
San Joaquin County Tax Collector (CA)  
Santa Fe County Treasurer (NM)  
Santa Fe, City of (NM)  
Seabrook, Town of (NH)  
Seekonk, Town of (MA)  
Sevier County Trustees Office (TN)  
Shelby County Clerk (TN)  
Smallwood, IT., as Jefferson County Tax  
Collector (AL)  
South Carolina State Treasurer's Office  
South Carolina, State of  
South Middleton Township (PA)

Commission  
Oklahoma Tax Commission  
Orleans Parish Criminal Sherrifs Office  
Pennsylvania Department of Revenue  
Pennsylvania, Commonwealth of  
Pickens County Appraisal Department (AL)  
Pima County Assessor (AZ)  
Pima County Treasurer (AZ)  
Plaquemine Parish Sheriff & Ex-Officio Tax Collector  
Polk County Treasurer (IA)  
Sullivan County Trustee (TN)  
Summit County Clerk of Courts (OH)  
Summit County Treasurer (UT)  
Summit Township Tax Collector (PA)  
Summit Township Water Authority (PA)  
Susquehanna Valley Central School District (NY)  
Syracuse, City of (NY)  
Tennessee Department of Labor & Workforce Development  
Tennessee Department of Revenue  
Tennessee Secretary of State  
Tennessee, State of  
Texas Department of Licensing & Regulation  
Texas Department of Public Safety  
Texas Department of State Health Services  
Texas State Comptroller  
Texas Workforce Commission  
Tohono O'Odham Gaming Authority  
Tooele County Assessors Office (UT)  
Tucson Utility Services, City of (AZ)  
Tucson, City of  
Tuolumne County Tax Collector (CA)  
Tuscaloosa County Special Tax Board (AL)  
South Salt Lake, City of  
Springfield, City of (IL)  
St. Bernard Parish (LA)  
St. James, Parish of (LA)  
Stanislaus County Superior Court (CA)  
Stanislaus County Treasurer (CA)  
State Record, The (NC)  
Stockton Record, The (CA)  
Stockton, City of (CA)  
Tuscaloosa, City of (AL)  
United States Treasury  
Utah County Treasurer  
Utah State Tax Commission  
Utah, State of  
Vasta, Victor J., as DeWitt County Receiver of Taxes (NY)  
Vergennes Township (MI)  
Virginia Department of Taxation  
Walton County Tax Commissioner (GA)  
Washington County Clerk (TN)  
Washington DC Department of Motor Vehicles  
Washington DC Treasurer  
Washington State Department of Revenue  
Washoe County Treasurer (NV)  
West Baton Rouge Tax Collector  
West Warwick, Town of (RI)  
Westerly Fire District (RI)  
Westerly, Town of (RI)  
White, Donald R., as Alameda County Tax Collector (CA)  
Winslow, Town of (ME)  
Worcester, City of (MA)  
Zeeland Charter Township (MI)

#### Top 50 Unsecured Creditors

AD-Fax Media Marketing, Inc.  
American Society of Composers, Authors and Publishers  
Ascent Media Network Services, Inc.  
AT&T Inc.

HSBC Corporate Trust and Loan Agency  
John Mitch Dolan  
JPMorgan Chase Bank, N.A.  
Katz Media Group  
Kroma Printing Industries

Bay Craft Printing Inc.  
Broadcast Music, Inc.  
Bythdale Children's Hospital  
CDW Direct, LLC  
Cheyenne Propagation Inc.  
Coleman Research Group, Inc.  
Controlware Communications Systems Inc  
CSM Corporation  
DEG Associates Inc.  
Dish Network Corporation  
District of Columbia Joint Tower Venture  
DMR  
Duebler Electric Inc  
Efficio Solutions Inc.  
Entertainment Communications Network,  
Inc.  
FK South, LLC  
Girgner, Inc  
Granby One LLC  
Greater Flint Building Services, LLC  
Hanco, Inc.  
Hispanic USA Inc.

Liberty Square, Inc.  
Los Angeles Dodgers LLC  
Media Score Inc.  
Merrill Corporation  
Mid South Public Communications  
Foundation  
National Grid plc  
New York Yankees Baseball Club  
Office Depot, Inc.  
Paul Miles Advertising & Productions  
Piper Electrical Co Inc.  
Radio Advertising Bureau Inc.  
Rocky Mountain Erection Inc.  
SoundExchange, Inc.  
The Walt Disney Company  
Verizon Business  
Verizon Wireless  
WideOrbit Inc.  
Wilmington Trust Company  
Wilmington Trust Corporation  
Wirtz Realty Corporation

United States Trustee for the Southern District of New York (and Key Staff Members)

Andrea Schwartz  
Andy Velez-Rivera  
Brian S. Masumoto  
Elisabetta Gasparini  
Greg M. Zipes  
Linda A. Riffkin  
Marylou Martin  
Nazar Khodorovsky  
Paul K. Schwartzberg  
Richard C. Morrissey  
Serene Nakano  
Susan Golden  
Tracy Hope Davis

Utility Providers

1Velocity  
233 Broadcast LLC  
Aable Telecom

Berkeley Electric Cooperative Inc.  
Bessemer Utilities  
Birmingham Water Works Board

AAT Communications  
ACC Business  
Adtel LLC  
Airgas East Inc.  
Airgas Great Lakes  
Airgas Mid South Inc.  
Airgas Southwest  
Alabama Gas Co.  
Alabama Power Co.  
Aliant Telecom  
Allied Teltronics  
Allied Waste Services of Arkansas  
Alltel Communications LLC  
American Messaging  
American Messaging Services LLC  
American Registry for Internet Numbers  
Americom Telephone Systems Inc. of Pa  
Amerigas  
Appalachian Electric Cooperative  
Appalachian Oil Co. Inc.  
Appalachian Power  
Artistic Waste Services Inc.  
Arvig Communication Systems  
AT&T  
AT&T Global Network Services  
AT&T Messaging  
AT&T Mobility  
AT&T Teleholdings Inc.  
Atmos Energy Corp.  
ATX Communications  
ATX Telecommunications Services  
Audiolab Electronics  
Baker, City of (LA)  
Bandwidth Industries Inc.  
Baton Rouge Water Co. Utility Payment Processing  
Bay Ring Communications  
Baystate State Gas Co.  
Commonwealth Supply Co.  
Communication & Control Inc.  
Communication Technologies Inc.  
CommuniGroup  
Connoisseur Media of Erie LLC  
Constellation NewEnergy Inc.  
Consumers Energy  
Black Warrior Electric Membership Co.  
Blue Ridge Cable Technologies Inc.  
Boise Utility Billing, City of (ID)  
Broadcast Services Inc.  
Broadview Networks Inc.  
Brookhollow II LP  
Buckeye Telesystem Inc.  
Buffalo Water Board (NY)  
Buffalo, City of (NY)  
Burton, City of (MI)  
C&S Communications  
Cable One  
CallWave Inc.  
Cambridge, City of (MN)  
Campora Propane Inc.  
Cavalier Telephone LLC  
CB Richard Ellis/Carmody LLC  
Center Operating Co.  
Centerpoint Energy  
Central Arkansas Water Utility Billing Services  
Central Maine Power Co.  
CenturyTel Inc.  
Charter Communications  
Chickasaw Telecom Inc.  
Cleco Power LLC  
Clinton Utilities Board (TN)  
CMC Telecom Inc.  
CMSInter.net LLC  
Cogent Communications Inc.  
Collins Communications  
Colonade Group, The  
Colorado Springs Utilities  
Colorado Springs, City of (CO)  
Comcast  
Comcast Cable  
Comcast Corp.  
ComEd  
Eureka Water Co.  
Evans Communications Inc.  
Excel Commercial  
Excel Telecommunications  
Fairhaven Gas  
Fairpoint Communications Inc.  
Farm Plan

Cornerstone Communications Inc.  
Covad Direct  
Cox Communications Inc.  
D&E Communications Inc.  
Dallas Stars Hockey Club  
Dallas Water Utilities (TX)  
Data Technology Solutions LLC  
Datatel  
Datatel  
Deer Point Tower Venture LLC  
Delhi Charter Township (MI)  
Delta Properties  
Deltacom Inc.  
Des Moines Radio Group  
Des Moines Water Works  
Desert Sands Broadcasting Inc.  
Dex Media East  
Dex Media West LLC  
Dial Communications Global Media Inc.  
Direct Energy Business LLC  
Direct Energy GP Inc.  
DirecTV  
Dixie Electric Membership Corp.  
Dominion Virginia Power  
Dover, City of (NH)  
DTE Energy  
Duke Energy  
Dutel Telecommunications Inc.  
East Central Energy  
East Central Sanitation  
East Providence, City of (RI)  
Eatel  
Edisto Electric Cooperative Inc.  
Electric Power Board of Chattanooga  
Embarq  
Embarq Florida Inc.  
Entergy  
Entergy Arkansas Inc.  
Ephrata, Borough of (PA)  
Joanna Langfield Productions Inc.  
Johnson City Power Board (TN)  
Johnson City Utility System (TN)  
KAUT-TV  
KDWB  
Kentwood Springs  
Ferrellgas Inc.  
First Electric Cooperative  
FK South LLC  
Frontier Communications  
Gas Co.  
Genesys Conferencing Inc.  
Grand Rapids, City of (MI)  
Graysville Water & Gas  
Green & Chapman Inc.  
GRI Telecom Inc.  
Griffith Energy Services Inc.  
Hayes Landfill Inc.  
Henry County REMC (IN)  
Herring Gas Co. Inc.  
Hetch Hetchy Water & Power  
Hodge Telecommunication Services Inc.  
Holidaygas  
HTN Communications LLC  
Hughes Network Systems LLC  
Idaho Power Co.  
Ideacom Technologies Inc.  
Idearc Media Corp.  
Ikon Office Solutions  
Improbable Missions Force  
Indiana American Water Co. Inc.  
Integra Telecom  
Integrys Energy Services Inc.  
Integrys Energy Services of NY Inc.  
Intercall  
Intermountain Gas Co.  
Internal Sound & Communications Inc.  
Internet America Inc.  
Inter-Tel Net Solutions Inc.  
Iowa Telecom Communications LLC  
Ironton Telephone Co.  
Irving Energy Distribution & Marketing  
IT Partners  
Jackson Electric Corp.  
Jessem LLC  
Modesto Irrigation District (CA)  
Modesto, City of (CA)  
Morgan Birge & Associates  
Motower Multilink Corp.  
Moundville Telephone Co. Inc.  
Mount Joy Township Authority (PA)

Key Equipment Lease  
KFOR-TV  
Knoxville Utilities Board (TN)  
Kochville, Township of (MI)  
Kokomo Gas & Fuel Co.  
Kokomo Wastewater Utility, City of (IN)  
KSL Television  
LA Arena Funding LLC  
Lafayette Utilities System (LA)  
Lansing Board of Water & Light (MI)  
Laser Care  
Lenoir City Utilities Board (TN)  
Liberty Square Inc.  
Lobo Internet Service  
Long Island Power Authority  
Los Angeles Department of Water & Power  
Los Angeles Times Communications LLC  
Maine Public Service Co.  
Mansfield, City of (TX)  
Matrix Business Technologies  
Matrix Solutions  
Matrix Telecom Inc.  
MCI  
MCI Comm Service  
MCI Telecommunications  
MCI Worldcom  
Megapath Inc.  
Memphis Light Gas & Water Division  
Met Ed  
Metro Communications LLC  
Metro Water Services  
Metropolitan Pier & Exposition Authority  
Mid Atlantic Sports Network  
Mid Maine Communications Inc.  
Mid State Teledata LLC  
MidAmerican Energy Co.  
Midland Power Cooperative  
Minneapolis Marriott  
Mizenko Mobile & Wireless  
Mobile Radio of Kokomo Inc.  
Peguardia Productions Inc.  
Pennsylvania American Water Co. Inc.  
Penteledata LP I  
Pepco  
Personalized Communications Inc.  
Mountain View Electric Association Inc.  
Murray City Corp.  
NAIL LLC  
Nashville Electric Service  
Nashville Tower  
National Fuel Gas Distribution Corp.  
National Grid  
National Public Radio Inc.  
NationLink Wireless  
New Hampshire Electric Cooperative Inc.  
New Hampshire Treasurer, State of  
New Hampshire, State of  
New London, City of (CT)  
New Mexico Gas Co. Inc.  
Nextel  
Nextel Communications  
Norman, City of (OK)  
North Little Rock, City of (AR)  
North San Joaquin Water Conservation  
District  
Northeast Paging / Ucom  
Northeast Utilities  
Northlands Communications  
Northwestern REC (PA)  
NOS Communications Inc.  
NSTAR Electric & Gas Corp.  
Nuvox  
NYSE Arca Options  
NYSEG  
Oak Ridge FM Inc.  
O'Gara Satellite Systems Inc.  
Oklahoma City, City of (OK)  
Oklahoma Gas & Electric Co.  
One Communications  
Opex Communications Inc.  
Overbay Communications  
Pacific Gas & Electric Co.  
Paetec Business Services  
Palmetto Propane  
Penelec  
South Carolina Electric & Gas Co.  
South Middleton Township (PA)  
Southwest Cyberport Inc.  
Southwest Gas Corp.  
Spalding Entertainment LLC

Piedmont Natural Gas  
Pine Tree Networks  
Pioneer Telephone Cooperative Inc.  
Plaisance Water System  
PNM Electric & Gas Services  
PPL Electric Utilities Corp.  
Praxair  
Primus  
Public Service Co. of NH  
Public Service Electric & Gas  
QLT Consumer Lease Services Inc.  
Questar Gas Co.  
Qwest  
R&R Realty Group  
Radioshack Corp.  
RCN Corp.  
Redifuel  
Renda Broadcasting Co.  
Riverview, City of (MI)  
RJ Energy Services Inc.  
Robys Propane Gas Inc.  
Rocky Mountain Power  
Ron Lanzer Soft Water  
San Francisco Public Utilities  
Sandia Television Corp.  
Santa Fe, City of (NM)  
Satellite Center Inc., The  
Schwanger Bros & Co. Inc.  
SCMS - Southern Coastal Marketing  
Services Inc.  
Service Electric Cable TV Inc.  
Service Electric Telephone Co. LLC  
SES Americom  
Sevier County Electric System (TN)  
Shoreview FM Group  
Sierra Pacific Power Co.  
Sierra Telephone Co. Inc.  
Signal Voice & Data Inc.  
SkyTel  
SMG Knoxville Convention Center  
Sonora JS West Co.  
United Water Idaho Inc.  
Utilil  
University of Notre Dame  
University of Oklahoma  
Speakeasy Inc.  
Spectrum Solutions Inc.  
Spirit Telecom  
Sports Backhaul Network  
Springfield Water & Sewer Commission  
(MA)  
Sprint  
Strategic Energy LLC  
Suburban Propane LP  
Summit Township Water Authority (PA)  
SunCom  
SW Louisiana Electric Membership Corp.  
Syracuse, City of (NY)  
Tabas Co. Inc.  
TDS Metrocom LLC  
TDS Telecom Service Corp.  
Telcove Operations LLC  
Telebeeper of New Mexico Inc.  
Telecomm USA  
Telepacific Communications  
Telrite Corp.  
Tennessee American Water Co.  
Time Warner Cable LLC  
Time Warner Cable of NY  
Time Warner Telecom Holdings Inc.  
T-Mobile  
Transnational Communications International  
Tri County Electric Cooperative Inc.  
Trico Electric Cooperative Inc.  
Truckee Meadows Water Authority (TX)  
TRZ Communications Services Inc.  
TTI Inc.  
Tucson Electric Power Co. Inc.  
Tucson Utility Services, City of (AZ)  
Turlock Irrigation District (CA)  
Tuscaloosa, City of (AL)  
TW Telecom  
TXU Energy  
UGI Penn Natural Gas Inc.  
UGI Utilities Inc.  
Unicel  
WBNG TV Inc.  
West Baton Rouge Parish Natural Gas &  
Water Systems  
Western Massachusetts Electric Co.

University of Tennessee	Western NY Public Broadcasting
US Cellular	Association
USA Mobility Wireless Inc.	WFMZ
Vangard Wireless LP	WFUR Radio Station
Vectren Energy Delivery of Indiana Inc.	Wiline Accounts Receivable
Verizon	Windstream
Verizon Business	Wise Electric Cooperative Inc.
Verizon CABS	WKRZ-FM
Verizon California	WM LampTracker Inc.
Verizon Internet Solutions	WNLC / WKNL
Verizon North Inc.	Wolfe Communication Systems Inc.
Verizon Northwest	Woodland Lakes (Apartments)
Verizon Select Services Inc.	WVUE-TV
Verizon Wireless	WYES-TV
Verizon Wireless Messaging	Xcel Energy
VoiceNation LLC	XO Communications
Walton Electric Membership Corp.	XO Communications Services Inc.
Washington St. Tammany Electric Cooperative Inc. (LA)	Xpedite Systems Inc.
Washington Suburban Sanitary (MD)	Xtelesis Corp.
Waste Connections of Oklahoma Inc.	Yankee Gas
Waste Management of Acadiana	Zayo Bandwidth LLC
Waste Management of Pennsylvania	Zone Telecom Inc.

Recent Additions Through Notices of Appearance

American Federation of Television and Radio Artists  
Dallas County  
HSBC Bank USA, National Association  
Oakland County Treasurer  
Steamtown Mall Partners, L.P.

**EXHIBIT B-2**

**Members of the Official Committee of Unsecured Creditors**

The Walt Disney Company  
Wilmington Trust Company  
Zazove Associates, LLC

**Counsel to the Debtor:** Kirkland & Ellis LLP

**Proposed Restructuring Advisor to the Debtor:** Lazard Frères & Co.

### Exhibit B-3

#### **List of Parties-In-Interest, or Affiliates Thereof, That Have Engaged or Currently Engage CCP, and their Relationship to the Debtors**

To check and clear potential conflicts of interest in this Chapter 11 Case, CCP has conducted a search of its client relationships to determine whether it had any relationships with the persons on Exhibit B-1 attached hereto. Based on that search, CCP represents that, to the best of its knowledge, CCP knows of no fact that would represent a conflict of interest for CCP with regard to its proposed engagement referred to herein. CCP, however, wishes to disclose the following:

#### **CONFLICT CHECK RESULTS**

<b>PARTY IN INTEREST</b>	<b>RELATIONSHIP (OR RELATED ENTITY'S RELATIONSHIP) TO CHANIN</b>
AIG entities	Member of committee or interested party in wholly unrelated matter for which Chanin acts or acted as financial advisor or investment banker.
Airlie Opportunity Capital Management LP	Member of committee or interested party in wholly unrelated matter for which Chanin acts or acted as financial advisor or investment banker.
Aladdin entities	Member of committee or interested party in wholly unrelated matter for which Chanin acts or acted as financial advisor or investment banker.
Alvarez & Marsal North America, LLC	Working or worked with or against on other engagements in wholly unrelated matters.
American Capital Ltd.	Member of committee or interested party in wholly unrelated matter for which Chanin acts or acted as financial advisor or investment banker.
Ares entities	Member of committee or interested party in wholly unrelated matter for which Chanin acts or acted as financial advisor or investment banker.
AT&T entities	Member of committee or interested party in wholly unrelated matter for which Chanin acts or acted as financial advisor or investment banker.
Babson entities	Member of committee or interested party in wholly unrelated matter for which Chanin acts or acted as financial advisor or investment banker.
Bank of America entities	Member of committee or interested party in wholly unrelated matter for which Chanin acts or acted as financial advisor or investment banker.
Bank of New York Mellon	Member of committee or interested party in wholly unrelated matter for which Chanin acts or acted as financial advisor or investment banker.
Black Diamond entities	Member of committee or interested party in wholly unrelated matter for which Chanin acts or acted as financial advisor or investment banker.

Callidus entities	Member of committee or interested party in wholly unrelated matter for which Chanin acts or acted as financial advisor or investment banker.
Canyon Capital entities	Member of committee or interested party in wholly unrelated matter for which Chanin acts or acted as financial advisor or investment banker.
Chatham Light II CLO Ltd.	Member of committee or interested party in wholly unrelated matter for which Chanin acts or acted as financial advisor or investment banker.
Cit entities	Member of committee or interested party in wholly unrelated matter for which Chanin acts or acted as financial advisor or investment banker.
CitiCorp Vendor Finance	Member of committee or interested party in wholly unrelated matter for which Chanin acts or acted as financial advisor or investment banker.
Citigroup Alternative Investments LLC	Member of committee or interested party in wholly unrelated matter for which Chanin acts or acted as financial advisor or investment banker.
Credit Suisse entities	Member of committee or interested party in wholly unrelated matter for which Chanin acts or acted as financial advisor or investment banker.
Deloitte & Touche LLP	Working or worked with or against on other engagements in wholly unrelated matters.
Deutsche Bank entities	Member of committee or interested party in wholly unrelated matter for which Chanin acts or acted as financial advisor or investment banker.
Fidelity Investments	Member of committee or interested party in wholly unrelated matter for which Chanin acts or acted as financial advisor or investment banker.
FTI Consulting	Working or worked with or against on other engagements in wholly unrelated matters.
General Electric Capital entities	Member of committee or interested party in wholly unrelated matter for which Chanin acts or acted as financial advisor or investment banker.
Goldman Sachs entities	Member of committee or interested party in wholly unrelated matter for which Chanin acts or acted as financial advisor or investment banker.
GSC entities	Member of committee or interested party in wholly unrelated matter for which Chanin acts or acted as financial advisor or investment banker.
GSO Capital Partners	Member of committee or interested party in wholly unrelated matter for which Chanin acts or acted as financial advisor or investment banker.
HSBC entities	Member of committee or interested party in wholly unrelated matter for which Chanin acts or acted as financial advisor or investment banker.
Idearc Media Corp.	Chanin acted as financial advisor to Neligan Foley LLP, on behalf of MatlinPatterson Global Advisors LLC
Internal Revenue Service	Member of committee or interested party in wholly unrelated matter for which Chanin acts or acted as financial advisor or investment banker.

Invesco Institutional NA Inc.	Member of committee or interested party in wholly unrelated matter for which Chanin acts or acted as financial advisor or investment banker.
Jefferies Capital Management Inc.	Member of committee or interested party in wholly unrelated matter for which Chanin acts or acted as financial advisor or investment banker.
JPMorgan Chase entities	Member of committee or interested party in wholly unrelated matter for which Chanin acts or acted as financial advisor or investment banker.
Kirkland & Ellis LLP	Working or worked with or against on other engagements in wholly unrelated matters.
KKR Financial entities	Member of committee or interested party in wholly unrelated matter for which Chanin acts or acted as financial advisor or investment banker.
Lazard Freres & Co.	Working or worked with or against on other engagements in wholly unrelated matters.
Lehman Brothers Asset Management LLC	Member of committee or interested party in wholly unrelated matter for which Chanin acts or acted as financial advisor or investment banker.
Loeb & Loeb LLP	Working or worked with or against on other engagements in wholly unrelated matters.
Lufkin Advisors LLC	Member of committee or interested party in wholly unrelated matter for which Chanin acts or acted as financial advisor or investment banker.
McDonnell entities	Member of committee or interested party in wholly unrelated matter for which Chanin acts or acted as financial advisor or investment banker.
Merrill Lynch entities	Member of committee or interested party in wholly unrelated matter for which Chanin acts or acted as financial advisor or investment banker.
New York Life Investment Management	Member of committee or interested party in wholly unrelated matter for which Chanin acts or acted as financial advisor or investment banker.
Nomura entities	Member of committee or interested party in wholly unrelated matter for which Chanin acts or acted as financial advisor or investment banker.
Octagon entities	Member of committee or interested party in wholly unrelated matter for which Chanin acts or acted as financial advisor or investment banker.
Oppenheimer entities	Member of committee or interested party in wholly unrelated matter for which Chanin acts or acted as financial advisor or investment banker.
Ore Hill Partners LLC	Member of committee or interested party in wholly unrelated matter for which Chanin acts or acted as financial advisor or investment banker.
Pacific Investment Management Co.	Member of committee or interested party in wholly unrelated matter for which Chanin acts or acted as financial advisor or investment banker.
Pepper Hamilton	Working or worked with or against on other engagements in wholly unrelated matters.
Primus	Chanin acted as financial advisor to ad-hoc group of first-lien holders

Richard C. Morrissey	UST in an unrelated bankruptcy case
Riversource entities	Member of committee or interested party in wholly unrelated matter for which Chanin acts or acted as financial advisor or investment banker.
Ropes & Gray LLP	Working or worked with or against on other engagements in wholly unrelated matters.
Royal Bank of Scotland entities	Member of committee or interested party in wholly unrelated matter for which Chanin acts or acted as financial advisor or investment banker.
Sankaty entities	Member of committee or interested party in wholly unrelated matter for which Chanin acts or acted as financial advisor or investment banker.
Simpson Thacher & Bartlett LLP	Working or worked with or against on other engagements in wholly unrelated matters.
Six Flags	Chanin acts as financial advisor to ad hoc committee of noteholders
Stanfield entities	Member of committee or interested party in wholly unrelated matter for which Chanin acts or acted as financial advisor or investment banker.
Stone Tower entities	Member of committee or interested party in wholly unrelated matter for which Chanin acts or acted as financial advisor or investment banker.
SunCom	Chanin acted as financial advisor to ad-hoc committee of noteholders
Symphony entities	Member of committee or interested party in wholly unrelated matter for which Chanin acts or acted as financial advisor or investment banker.
Telcove Operations LLC	Member of committee or interested party in wholly unrelated matter for which Chanin acts or acted as financial advisor or investment banker.
Tracy Hope Davis	UST in an unrelated bankruptcy case
Van Kampen entities	Member of committee or interested party in wholly unrelated matter for which Chanin acts or acted as financial advisor or investment banker.
Verizon entities	Member of committee or interested party in wholly unrelated matter for which Chanin acts or acted as financial advisor or investment banker.
Wachovia Bank NA	Member of committee or interested party in wholly unrelated matter for which Chanin acts or acted as financial advisor or investment banker.
Wilmington Trust FSB	Member of committee or interested party in wholly unrelated matter for which Chanin acts or acted as financial advisor or investment banker.
Zazove Associates, LLC	Member of committee or interested party in wholly unrelated matter for which Chanin acts or acted as financial advisor or investment banker.

## **D&P CONFLICT CHECK RESULTS**

D&P has active engagements with the following entities (or a related entity):

AIG entities

Aimco CLO Series 2005-A; Aimco CLO Series 2006-A

Alltel Communications LLC

American Express entities

Ares entities

AT&T entities

Atmos Energy

Bank of America Leasing & Capital; Bank of America NA (Bingham engagement)

Blackstone Debt Advisors

Blue Shield of California

Canyon Capital entities

CB Richard Ellis/Camody LLC

CBS entities

CenterPoint Energy

CenturyTel, Inc.

Charter Communications

Chevron Corp.

Citigroup Alternative Investments LLC

Columbusnova entities (InsCap engagement)

Comcast Corporation

ComEd

Contrarian Capital Management LLC; Contrarian Funds

Coppermark Bank

Cornerstone CLO Ltd

Cox Communications

Credit Suisse entities

Deutsche bank entities

Dewey & LeBoeuf LLP

DirecTV

Eaton Vance entities

Entravision Communications Corporation

Frontier Communications Corporation

General Electric entities

Goldman Sachs entities

GSO Capital Partners LP

Hogan & Hartson LLP

HSBC Corporate Trust & Loan Agency; HSBC Bank USA N.A.

Integrys Energy Service entities

Iowa Telecom Communications LLC

Jefferies Capital Management Inc

JP Morgan entities

Kirkland & Ellis LLP  
KKR Financial  
Kroger Co. (Schlesinger engagement)  
Legg Mason Partners Corporate Loan Fund  
Lehman Brothers Asset Management LLC (Examiner engagement)  
Les Schwab Tire Centers of California Inc  
Los Angeles Department of Water and Power  
McDonnell Investment Management LLC  
Merrill Corporation  
Merrill Lynch entities (GreatBanc engagement)  
Michigan, State of  
Pepper Hamilton LLP  
Pepsi Cola  
Qwest  
Ropes & Gray  
Sankaty entities  
Sprint PCS; Nextel  
SunTrust Bank  
Symphony Asset Management LLC  
Time Warner entities  
T-Mobile  
Tri-County Electric Cooperative, Inc.  
TXU Energy  
Verizon entities  
Windstream  
Xerox Corporation  
XO Communications

D&P has recent (within the last 5 years) or current client relationships with the following entities:

222 JV Clear Channel; Clear Channel  
ABC entities  
AIG entities  
Aimco CLO Series 2005-A; Aimco CLO Series 2006-A  
Airgas entities  
Aladdin Capital Management LLC; Aladdin Flexible Investment Fund SPC Series 2007-1  
Allstate Investment Management; Allstate Life Insurance Co.  
Alltel Communications LLC  
American Capital Ltd  
American Express entities  
Ares entities  
AT&T entities  
Atmos Energy

Bank of America Leasing & Capital; Bank of America NA (Bingham engagement)  
Bank of New York Mellon Corp., The  
Blackstone Debt Advisors  
Blue Shield of California  
Broadcast Music Inc.; BMI Radio  
Broadridge  
Callidus entities  
Calyon entities  
Canyon Capital entities  
Capitalsource Bank  
Cavalier Telephone LLC  
CB Richard Ellis/Camody LLC  
CBS entities  
CDW Direct LLC  
CenterPoint Energy  
Centurion entities  
Charter Communications  
Chevron Corp.  
Citadel Broadcasting Co.; Citadel Broadcasting Corp.  
Citicorp Vendor Finance Inc.  
Citigroup Alternative Investments LLC  
Columbusnova entities  
Comcast Corporation  
ComEd  
Coppermark Bank  
Cornerstone CLO Ltd  
Cox Communications  
Credit Suisse entities  
CSM Corporation  
D&E Communications Inc.  
Datatel  
Deloitte & Touche LLP  
Deutsche bank entities  
DirecTV  
DTE Energy  
Duke Energy  
Eaton Vance entities  
Entergy Arkansas Inc.  
Entravision Communications Corporation  
ESPN  
Fidelity entities  
FTI Consulting, Inc.  
General Electric entities  
Genesys Conferencing Inc.  
Goldman Sachs entities

Golub Capital Management  
Greyrock CDO Ltd.  
GSC Partners entities  
GSO Capital Partners LP  
Harbourview CLO-2006-1  
Hogan & Hartson LLP  
HSBC Corporate Trust & Loan Agency; HSBC Bank USA N.A.  
ING entities  
Integra Telecom  
Integrys Energy Service entities  
Internal Revenue Service  
Invesco Institutional NA Inc.  
Iowa Telecom Communications LLC  
Jefferies Capital Management Inc  
JP Morgan entities  
Key Equipment Lease  
Kirkland & Ellis LLP  
KKR Financial  
Landmark entities  
Legg Mason Partners Corporate Loan Fund  
Lehman Brothers Asset Management LLC (Examiner engagement)  
Les Schwab Tire Centers of California Inc  
Loeb & Loeb LLP  
McDonald's Corp.  
McDonnell Investment Management LLC  
MCI entities  
Megaphath Inc.  
Meijer Inc.  
Merrill Corporation  
Merrill Lynch entities (GreatBanc engagement)  
Metlife Inc.  
Michigan, State of  
Mizuho Corporate Bank Ltd.  
Modesto, City of  
Mountain View Electric Association Inc.  
National City Corp  
National Fuel Gas Distribution Corp. (Byrne & Clayton engagement)  
National Grid PLC  
National Union Fire Insurance Company  
Nextel entities  
Nomura entities  
Norinchukin Bank  
NYSE Regulation Inc; NYSE Arca Options; NYSEG  
Office Depot (Schiffman engagement)  
Ore Hill Partners LLC

Pacific Life Insurance Company  
Pepsi Cola  
Praxair  
Primus  
Prudential Investment Management Inc.  
Qwest  
Ropes & Gray  
Royal Bank of Scotland Plc  
Sankaty entities  
Simpson Thacher & Bartlett LLP  
Sovereign Bank  
Sprint PCS; Nextel  
St. Paul Fire Marine Insurance Co.  
Stanley Steemer International Inc.  
Stone Tower entities  
Sumitomo Mitsui Banking Corporation  
Summit County entities (Intrawest engagement)  
SunTrust Bank  
Symetra Life Insurance Company  
TDS Metrocom LLC; TDS Telecom Service Corp.  
Time Warner entities  
T-Mobile  
Travelers Insurance Co. Ltd.  
Tri-County Electric Cooperative, Inc.  
Trimarian entities  
Tucson Electric Power Company  
TXU Energy  
US Dept of Labor, Office of Federal  
Verizon entities  
Wachovia Bank NA  
Walt Disney Company; Disney CORE Services  
Walton County Tax Commissioner (Stonington engagement)  
Wilmington Trust FSB  
Windstream  
Xcel Energy  
Xerox Corporation  
XO Communications